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Co-Lead Counsel for Plaintiffs

UNITED STATES DISTRICT COURT

NORTHERN DISTRICT OF CALIFORNIA

In re ASYST TECHNOLOGIES, INC.
DERIVATIVE LITIGATION

No. C-06-04669-EDL

This Document Relates To:

ALL ACTIONS.

STIPULATION AND ~~PROPOSED~~ ORDER
CONSOLIDATING THE ALLISON
COMPLAINT AND SETTING SCHEDULE
FOR FILING OF CONSOLIDATED
AMENDED COMPLAINT AND
DEFENDANTS' RESPONSE THERETO

1 WHEREAS, plaintiff Andrew Anthony Allison filed a Verified Shareholder Derivative
2 Complaint (“Allison Complaint”), No. C-08-02512-JCS, which Complaint is related to *In re Asyst*
3 *Technologies, Inc. Derivative Litigation*, No. C-06-04669-EDL (“Consolidated Litigation”), in that
4 the Allison Complaint arises from the same transactions and events in the Consolidated Litigation
5 and calls for the determination of the same or substantially related or similar questions of law and
6 fact;

7 WHEREAS, counsel for the parties believe that, to avoid unnecessary waste of resources, the
8 Allison Complaint should be consolidated with, and into, the Consolidated Litigation pursuant to the
9 terms of the September 18, 2006 Order Consolidating Cases for All Purposes, Appointing Lead
10 Plaintiffs and Co-Lead Counsel, and Setting Schedule for Filing of Consolidated Complaint
11 (“Consolidation Order”);

12 WHEREAS, on May 23, 2008, the Court issued an Order granting leave to amend the
13 Consolidated Verified Shareholder Derivative Complaint; and

14 WHEREAS, plaintiffs and defendants, after meeting and conferring, agree that a schedule for
15 the filing of an Amended Consolidated Complaint and defendants’ responses thereto will provide
16 judicial economy.

17 IT IS HEREBY STIPULATED BY THE PARTIES that:

18 1. The Allison Complaint shall be consolidated with, and into, the Consolidated
19 Litigation pursuant to the terms of the Consolidation Order.

20 2. The briefing and hearing schedule currently in place for the Amended Consolidated
21 Complaint shall be extended by four weeks.

22 3. Plaintiffs shall, no later than June 26, 2008, file and serve an Amended Consolidated
23 Complaint which will supersede all existing complaints filed in these actions. Defendants need not
24 respond to any of the pre-existing complaints. Service, pursuant to Rule 4 of the Federal Rules of
25 Civil Procedure, of any of the pre-existing complaints on any of the defendants, or their counsel,
26 shall constitute sufficient service on that defendant. Service shall be effected with respect to any
27 defendant named in any of the pre-existing complaints by serving the Amended Consolidated
28 Complaint on that defendant or that defendant’s counsel.

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18 Co-Lead Counsel for Plaintiffs

19 I, Travis E. Downs III, am the ECF User whose ID and password are being used to file this
20 Stipulation and [Proposed] Order Consolidating Related Actions, Appointing Lead Plaintiff and Co-
21 Lead Counsel, and Setting Schedule for Filing of Consolidated Complaint and Defendants'
22 Response Thereto. In compliance with General Order 45, X.B., I hereby attest that Marc M. Umeda
23 has concurred in this filing.

24 DATED: May 28, 2008

25 ROBBINS UMEDA & FINK LLP
26 MARC M. UMEDA
27 BRIAN J. ROBBINS
28 ASHLEY R. PALMER

/s/
MARC M. UMEDA

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Attorneys for Plaintiff Andrew Anthony Allison

29 I, Travis E. Downs III, am the ECF User whose ID and password are being used to file this
30 Stipulation and [Proposed] Order Consolidating Related Actions, Appointing Lead Plaintiff and Co-
31 Lead Counsel, and Setting Schedule for Filing of Consolidated Complaint and Defendants'
32 Response Thereto. In compliance with General Order 45, X.B., I hereby attest that Douglas J. Clark
33 has concurred in this filing.

1 DATED: May 28, 2008

WILSON SONSINI GOODRICH
& ROSATI, P.C.
DOUGLAS J. CLARK
LEO P. CUNNINGHAM
DYLAN J. LIDDIARD

5 /s/
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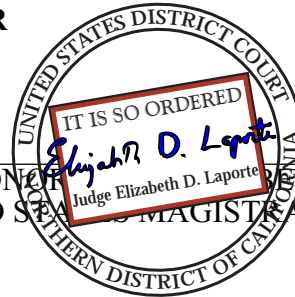
15 * * *

16 **ORDER**

17 IT IS SO ORDERED.

18 DATED: May 29, 2008

19 THE HONORABLE JUDGE ELIZABETH D. LAPORTE
UNITED STATES DISTRICT COURT MAGISTRATE JUDGE



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DECLARATION OF SERVICE BY MAIL

I, the undersigned, declare:

1. That declarant is and was, at all times herein mentioned, a citizen of the United States and employed in the City and County of San Francisco, over the age of 18 years, and not a party to or interested party in the within action; that declarant's business address is 100 Pine Street, Suite 2600, San Francisco, California 94111.

2. That on May 28, 2008, declarant served the **STIPULATION AND [PROPOSED] ORDER CONSOLIDATING THE ALLISON COMPLAINT AND SETTING SCHEDULE FOR FILING OF CONSOLIDATED AMENDED COMPLAINT AND DEFENDANTS' RESPONSE THERETO** by depositing a true copy thereof in a United States mailbox at San Francisco, California in a sealed envelope with postage thereon fully prepaid and addressed to the parties listed on the attached Service List.

3. That there is a regular communication by mail between the place of mailing and the places so addressed.

I declare under penalty of perjury that the foregoing is true and correct. Executed this 28th day of May, 2008, at San Francisco, California.

/s/
REBECCA BILES

Mailing Information for a Case 3:06-cv-04669-EDL

Electronic Mail Notice List

The following are those who are currently on the list to receive e-mail notices for this case.

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Manual Notice List

The following is the list of attorneys who are **not** on the list to receive e-mail notices for this case (who therefore require manual noticing). You may wish to use your mouse to select and copy this list into your word processing program in order to create notices or labels for these recipients.

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